

**United States Bankruptcy Court
Southern District of New York**

In re: Lehman Brothers Holdings, Inc. et al.

Case No. 08-13555 (JMP) (Jointly Administered)

PARTIAL TRANSFER OF CLAIMS OTHER THAN FOR SECURITY

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111(a). Transferee hereby gives evidence and notice pursuant to Rule 3001 (e) (2), Fed. R. Bankr. P., of the partial transfer, other than for security, of the claim referenced in this evidence and notice.

Oaktree Opportunities Fund VIII Delaware, L.P.

Name of Transferee

Merrill Lynch Credit Products, LLC

Name of Transferor

Name and Address where notices to transferee should be sent:

Court Claim # (if known): 19173

Oaktree Opportunities Fund VIII Delaware, L.P.
c/o Oaktree Capital Management, L.P.
333 South Grand Ave, 28th Floor
Los Angeles, CA 90071
Attn: Jeff Arnold

Amount of Claim: \$15,600,000.00, plus all accrued interest, fees and other recoveries due.

Date Claim Filed: September 18, 2009

Last Four Digits of Acct. #: _____

Phone: _____

Last Four Digits of Acct. #: _____

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

Oaktree Opportunities Fund VIII Delaware, L.P.

By: Oaktree Fund GP, LLC
its: General Partner

By: Oaktree Fund GP I, L.P.
its: Managing Member

By: _____

Transferee/Transferee's Agent

Date: _____

10/1/10

By: _____

Transferee/Transferee's Agent

Date: _____

10/1/10

Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 & 3571.

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In re: Lehman Brothers Holdings, Inc. et al.

Case No. 08-13555 (JMP) (Jointly Administered)

PARTIAL TRANSFER OF CLAIMS OTHER THAN FOR SECURITY

CLAIM 19173 was filed or deemed filed under 11 U.S.C. § 1111(a) in this case by the alleged transferor. As evidence of the partial transfer of that claim, the transferee filed a Partial Transfer of Claim other than for Security in the Clerk's office of this court on .

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|---|---|
| <u>Merrill Lynch Credit Products, LLC</u> Name of Alleged Transferor | <u>Oaktree Opportunities Fund VIII Delaware, L.P.</u> Name of Transferee |
| Address of Alleged Transferor: Merrill Lynch Credit Products, LLC Bank of America Tower- 3 rd Floor One Bryant Park New York, NY 10036 Attn: Jeff Benesh/ Ron Torok | Address of Transferee: Oaktree Opportunities Fund VIII Delaware, L.P. c/o Oaktree Capital Management, L.P. 333 South Grand Ave, 28th Floor Los Angeles, CA 90071 Attn: Jeff Arnold |
| | |

~DEADLINE TO OBJECT TO TRANSFER~

The alleged transferor of the claim is hereby notified that objections must be filed with the court within twenty-one (21) days of the mailing of this notice. If no objection is timely received by the court, the transferee will be substituted as the original claimant without further order of the court.

Date: _____

CLERK OF THE COURT

EVIDENCE OF PARTIAL TRANSFER OF CLAIM

TO: Clerk, United States Bankruptcy Court, Southern District of New York

Merrill Lynch Credit Products, LLC, its successors and assigns, with offices located at Bank of America Tower - 3rd Floor, One Bryant Park, New York, NY 10036 ("Seller"), for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged and pursuant to the terms of a Assignment of Claim Agreement dated as of the date hereof, does hereby certify that it has unconditionally and irrevocably sold, transferred and assigned to Oaktree Opportunities Fund VIII Delaware, L.P. ("Buyer"), a pro rata portion to the extent of 8.9142857% (the "Percentage Interest") in and to the claims (the "Original Claim") of Seller against Lehman Brothers Special Financing Inc. ("LBSF") docketed as Claim No. 19173 originally filed by Federal Home Loan Bank of Atlanta and settled in the allowed amount of \$175,000,000 (the "Settlement Amount") in the United States Bankruptcy Court, Southern District of New York, Case No. 08-13555 (JMP) (jointly administered).

Buyer's Percentage Interest in the Original Claim (such percentage is the "Assigned Claim") represents \$15,600,000 of the Settlement Amount.

Seller hereby waives any notice or hearing requirements imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, and stipulates that an order may be entered recognizing this transfer and sale of the Assigned Claim as an unconditional sale and assignment and Buyer herein as the valid owner of the Assigned Claim. You are hereby requested to make all future payments and distributions, and to give all notices and other communications, in respect to the Assigned Claim to Buyer.

IN WITNESS WHEREOF, the undersigned have duly executed this Agreement by their duly authorized representatives as of the 4 day of October, 2010.

MERRILL LYNCH CREDIT PRODUCTS, LLC

By:  **JB**

Name: **RON TORK**
Title: **DIRECTOR**


OAKTREE OPPORTUNITIES FUND VIII DELAWARE, L.P.

By: Oaktree Fund GP, LLC
Its: General Partner

By: Oaktree Fund GP I, L.P.
Its: Managing Member

By: 

Name: **Scott L. Graves**
Title: **Authorized Signatory**

By: 

Name: **William Melanson**
Title: **Authorized Signatory**